

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF MICHIGAN**

In re:)	Chapter 11
)	
BARFLY VENTURES, LLC, et al., ¹)	Case No. 20-01947-jwb
)	
Debtors.)	Jointly Administered
_____)	

**APPLICATION OF GORDON FOOD SERVICE, INC. FOR ALLOWANCE AND
PAYMENT OF ADMINISTRATIVE PRIORITY CLAIM**

Gordon Food Service, Inc. (“GFS”), by its undersigned counsel, hereby submits the following Application for Allowance and Payment of Administrative Priority Claim pursuant to 11 U.S.C. § 503(b)(9) (the “Application”). In support of its Application, GFS respectfully states as follows:

JURISDICTION

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

2. The statutory bases for the relief requested herein are sections 105 and 503 of of Title 11 of the United States Code (the “Bankruptcy Code”).

ARGUMENT

3. The Debtors operate a series of restaurant concepts across the Midwest.

¹ The Debtors and the last four digits of their federal employment identification number are: Barfly Ventures, LLC (8379); 9 Volt, LLC (d/b/a HopCat) (1129); 50 Amp Fuse, LLC (d/b/a Stella’s Lounge) (3684); GRBC Holdings, LLC (d/b/a Grand Rapids Brewing Company) (2130); E L Brewpub, LLC (d/b/a HopCat East Lansing) (5334); HopCat-Ann Arbor, LLC (5229); HopCatChicago, LLC (7552); HopCat-Concessions, LLC (2597); HopCat-Detroit, LLC (8519); HopCatGR Beltline, LLC (9149); HopCat-Holland, LLC (7132); HopCat-Indianapolis, LLC (d/b/a HopCat-Broad Ripple) (7970); HopCat-Kalamazoo, LLC (8992); HopCat-Kansas City, LLC (d/b/a HopCat,-KC, LLC and Tikicat) (6242); HopCat-Lexington, LLC (6748); HopCat-Lincoln, LLC (2999); HopCat-Louisville, LLC (0252); HopCat-Madison, LLC (9108); HopCatMinneapolis, LLC (8622); HopCat-Port St. Lucie, LLC (0616); HopCat-Royal Oak, LLC (1935); HopCat-St. Louis, LLC (6994); Luck of the Irish, LLC (d/b/a The Waldron Public House, LLC and McFadden’s Restaurant Saloon) (4255).

4. On June 3, 2020 (the “Petition Date”), the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code. The Debtors are currently operating as debtors-in-possession.

5. Before the Petition Date, the Debtors ordered from GFS and GFS shipped to the Debtors various foodservice goods. Within the 20-day period preceding the Petition Date, the following Debtors (collectively the “20-Day Debtors”) received goods from GFS (the “20-Day Goods”) totaling the following amounts:

Debtor	Amount
9 Volt, LLC	\$3,400.42
Hopcat-Kalamazoo, LLC	\$51.56
Hopcat-GR Beltline, LLC	\$500.76
50 Amp Fuse, LLC	\$8.54
GRBC Holdings, LLC	\$70.90
El Brewpub, LLC	\$23.54
Hopcat-Indianapolis, LLC	\$52.04
Total	\$4,107.76

Pursuant to section 503(b)(9), GFS is entitled to an administrative priority claim against the estates of each of the 20-Day Debtors listed above in the amounts listed above, for a total administrative claim against the 20-Day Debtors’ estates of \$4,107.76 (the “503(b)(9) Claims”).

6. With this Application, GFS seeks an Order from the Court allowing GFS administrative claims against the 20-Day Debtors’ estates for the value of the 20-Day Goods delivered to the 20-Day Debtors.² Summaries of the invoices for the goods received by the 20-Day Debtors are attached hereto as **Exhibit A**.³

² GFS is requesting allowance and payment of its 503(b)(9) Claims in a single motion filed in the Debtors’ lead bankruptcy as required by footnote 3 of the Court’s Order Setting Bar Dates for Proofs of Claim (DN 248).

³ Because the invoices themselves are voluminous, they are not attached to this motion but are available upon request by the Court, the Debtors and the creditors’ committee and upon reasonable request by any other party-in-interest.

7. Section 503(b)(9) of the Bankruptcy Code states “after notice and a hearing, there shall be allowed administrative expenses” for “the value of any goods received by the debtor within 20 days before the date of commencement of a case under this title in which the goods have been sold to the debtor in the ordinary course of such debtor’s business.” 11 U.S.C. § 503(b)(9).

8. The 20-Day Debtors received the 20-Day Goods within 20 days of the Petition Date. The 20-Day Goods were sold to the 20-Day Debtors by GFS in the ordinary course of the Debtors’ business. And GFS has not received payment for the 20-Day Goods. Accordingly, pursuant to section 503(b)(9), GFS is entitled to administrative claims for the value of the 20-Day Goods provided to each of the 20-Day Debtors.

9. As administrative claims, the 503(b)(9) Claims are entitled to priority in any distribution from assets of the 20-Day Debtors’ estates. 11 U.S.C. § 507(a)(2). This priority is secondary only to domestic support claims. 11 U.S.C. § 507(a)(1). The 503(b)(9) Claims must be paid in full in cash in order for the Court to confirm any plan of reorganization. 11 U.S.C. § 1129(a)(9)(A).

10. This Application is made without prejudice to, and GFS reserves, all other rights, claims, demands, and remedies available to GFS, at law or in equity. In addition, GFS reserves the right to seek payment of further amounts under section 503(b)(9) if it later discovers information that additional goods were received by the Debtors within 20 days of the Petition Date.

WHEREFORE, having satisfied the requirements of section 503(b)(9), GFS requests that this Court enter an order: (1) allowing the 503(b)(9) Claims; (2) directing that distributions on the 503(b)(9) Claims be made at the earliest date and at the same percentage as any other

allowed administrative claims of equal priority against the 20-Day Debtors' estates; and (3) for such other and further relief as this Court deems just and proper.

Respectfully submitted,

ICE MILLER LLP

/s/ Jason M. Torf

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Counsel for Gordon Food Service, Inc.

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF MICHIGAN**

In re:)	Chapter 11
)	
BARFLY VENTURES, LLC, et al., ¹)	Case No. 20-01947-jwb
)	
Debtors.)	Jointly Administered
_____)	

**ORDER GRANTING APPLICATION OF GORDON FOOD SERVICE, INC. FOR
ALLOWANCE AND PAYMENT OF ADMINISTRATIVE PRIORITY CLAIM**

THIS MATTER having come before the Court on the APPLICATION OF GORDON FOOD SERVICE, INC. FOR ALLOWANCE AND PAYMENT OF ADMINISTRATIVE PRIORITY CLAIM (the “Application”), for good cause shown, the application is hereby **GRANTED**.

IT IS HEREBY ORDERED that GFS is allowed administrative claims (the “503(b)(9) Claims”) against the following Debtors’ estates in following amounts:

Debtor	Amount
9 Volt, LLC	\$3,400.42
Hopcat-Kalamazoo, LLC	\$51.56
Hopcat-GR Beltline, LLC	\$500.76
50 Amp Fuse, LLC	\$8.54
GRBC Holdings, LLC	\$70.90
El Brewpub, LLC	\$23.54
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The 503(b)(9) Claims shall be paid at the earliest date and at the same percentage as any other allowed administrative claims of equal priority against the Debtors' estates.

END OF ORDER

PREPARED BY:

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Counsel for Gordon Food Service, Inc.

**UNITED STATES BANKRUPTCY COURT
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In re:)	Chapter 11
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BARFLY VENTURES, LLC, et al., ¹)	Case No. 20-01947-jwb
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**NOTICE OF APPLICATION OF GORDON FOOD SERVICE, INC. FOR ALLOWANCE
AND PAYMENT OF ADMINISTRATIVE PRIORITY CLAIM**

Gordon Food Service, Inc., a creditor in the above-captioned case, has filed an application with the Court for allowance and payment of an administrative expense claims totaling \$4,107.76 (the "Application").

Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one in this bankruptcy case. (If you do not have an attorney, you may wish to consult one.)

If you do not want the court to grant the Application, or if you want the Court to consider your views on the Application, within 14 days from the date of this notice, you or your attorney must:

1. File with the court a written objection or request for hearing, explaining your position at:

INTAKE OFFICE
U.S. Bankruptcy Court
1 Division Ave., N, Room 200
Grand Rapids, MI 49503

If you mail your objection or request for hearing to the Court for filing, you must mail it early enough so the Court will receive it on or before the 14 day period expires. All attorneys are required to file pleadings electronically.

2. Mail a copy to:

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If an objection or request for hearing is timely filed, the clerk will schedule a hearing on the Application and you will be served with a notice of the date, time and location of the hearing. If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the Application and may enter an order granting that relief.

If you or your attorney do not take these steps, the court may decide that you do not oppose the relief sought in the Application and may enter an order granting that relief.

Dated: September 14, 2020

Respectfully submitted,

/s/ Jason M. Torf

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Counsel for Gordon Food Service Inc.

CERTIFICATE OF SERVICE

I certify that on September 14, 2020, I electronically filed the Application of Gordon Food Service, Inc. for Allowance and Payment of Administrative Priority Claim, a Proposed Order granting same, the Notice of same, and this Certificate of Service with the Clerk of the Court using the ECF system which will send notification of such filing to the following:

- Erika R. Barnes ebarnes@stites.com, cbeatty@stites.com; docketclerk@stites.com
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and I hereby certify that on September 14, 2020, I served same on the following parties via first class mail, postage prepaid:

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Dated: September 14, 2020

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